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P.O. Box 1500
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NASDAQ Stock Market Symbol: MSEX
www.middlesexwater.com

Via Federal Express
November 12, 2013

Honorable Kristi Izzo, Secretary
New Jersey Board of Public Utilities
44 South Clinton Avenue – 9th Floor
P.O. Box 350
Trenton, NJ 08625-0350

**RE: IN THE MATTER OF THE PETITION OF NEW JERSEY AMERICAN
WATER COMPANY, INC. FOR APPROVAL TO CHANGE THE LEVELS
OF ITS PURCHASED WATER ADJUSTMENT CLAUSE AND PURCHASED
WASTEWATER (SEWERAGE) TREATMENT ADJUSTMENT CLAUSE**

BPU Docket No.: WR1311 1032
OAL Docket No.: PUC _____

Dear Secretary Izzo:

I am General Counsel to Middlesex Water Company ("Middlesex"). We have recently become aware that New Jersey American Water Company, Inc. has filed a request for approval to change the levels of its existing purchased water adjustment charges and purchased wastewater (sewerage) treatment adjustment charges. Middlesex will be significantly affected by these proceedings and seeks to intervene therein.

Enclosed are two (2) copies of a Notice of Motion to Intervene and a Certification of A. Bruce O'Connor, in support thereof, together with three (3) copies of a proposed form of Order to Intervene. A copy of each of the aforementioned documents has been served, by electronic mail (or regular mail if so indicated), upon all parties set forth on the Service List annexed to the Notice of Motion.

We respectfully request that Middlesex be granted leave to intervene in this matter, and that the enclosed form of Order to Intervene be executed by the Administrative Law Judge assigned to this matter.

Respectfully submitted,

Kenneth J. Quinn, Esq.
General Counsel

Middlesex Water Company, Intervenor

KJQ:rk
Encl.
cc: Service List

*OCMB
G. Beslow (2)*

Kenneth J. Quinn, Esq.
1500 Ronson Road
Iselin, New Jersey 08830
Telephone: (732) 638-7506
Fax: (732) 638-7515
Attorney for Intervenor
Middlesex Water Company

IN THE MATTER OF THE PETITION OF	:	
NEW JERSEY AMERICAN WATER	:	
COMPANY, INC. FOR APPROVAL TO	:	
CHANGE THE LEVEL OF ITS PURCHASED	:	
WATER ADJUSTMENT CLAUSE AND	:	BPU DOCKET NO.: WR1311 _____
PURCHASED WASTEWATER (SEWERAGE)	:	OAL DOCKET NO.: PUC _____
TREATMENT ADJUSTMENT CLAUSE	:	

**NOTICE OF MOTION
TO INTERVENE**

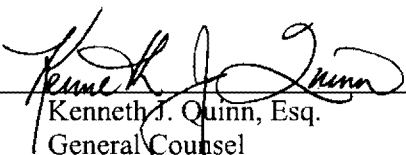
TO: KRISTI IZZO, SECRETARY OF THE BOARD
New Jersey Board of Public Utilities,
44 South Clinton Avenue
9th Floor, PO Box 350
Trenton, NJ 08625-0350; and

**ALL PARTIES DESIGNATED ON THE
ATTACHED SERVICE LIST**

PLEASE TAKE NOTICE that, pursuant to **N.J.A.C. 1:1-16.1**, the undersigned, attorney for intervenor, Middlesex Water Company, shall move before the Office of Administrative Law for an Order allowing and permitting Middlesex Water Company to intervene in the above-entitled action and proceeding(s) with all the rights provided therefor under all applicable rules, codes and statutes, including, but not limited to, the right to cross-examine all witnesses, receive copies of all pleadings, papers, documents and exhibits and to introduce, submit and file direct testimony, pleadings, papers, documents and exhibits as appropriate.

PLEASE TAKE FURTHER NOTICE that the return date for this Motion shall be such date, and at such time and place, as may be established and/or scheduled by the Administrative Law Judge to whom this matter is assigned, pursuant to **N.J.A.C. 1:1-12.2**, or otherwise.

PLEASE TAKE FURTHER NOTICE that, in support of the within Motion, Intervenor shall rely on the Certification of A. Bruce O'Connor, dated November 12, 2013.


Kenneth J. Quinn, Esq.
General Counsel
Middlesex Water Company, Intervenor

DATED: November 12, 2013

**I/M/O the Petition of New Jersey American Water Company, Inc. to
Change the Levels of its Purchased Water Adjustment Clause and
Purchased Wastewater (Sewerage) Treatment Adjustment Clause**

**BPU Docket No. WR1311_____
OAL Docket No. PUC _____**

Service List

Valerie Haynes, Chief
Bureau of Information Mgmt.
Board of Public Utilities
44 South Clinton Avenue, 9th Fl.
PO Box 350
Trenton, NJ 08625

Maria Moran, Director
Division of Water and Wastewater
Board of Public Utilities
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Division of Water and Wastewater
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Jennifer Hsia, DAG
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124 Halsey Street
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**I/M/O the Petition of New Jersey American Water Company, Inc. to
Change the Levels of its Purchased Water Adjustment Clause and
Purchased Wastewater (Sewerage) Treatment Adjustment Clause**

BPU Docket No. WR1311_____
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Service List

Robert J. Brabston, Esq.
New Jersey-American Water Company
167 J.F. Kennedy Parkway
Short Hills, NJ 07078

Frank X. Simpson
Director of Rates & Regulation
New Jersey-American Water Company
1025 Laurel Oak Road
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Dante DeStefano
Financial Analyst
New Jersey-American Water Company
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Robert R. Schaefer, PE
Sr. Director, Production
New Jersey American Water
P.O. Box 102
Bound Brook, NJ 08805

Kenneth J. Quinn, Esq.
General Counsel
Middlesex Water Company
1500 Ronson Road
Iselin, NJ 08830

A. Bruce O'Connor
Chief Financial Officer
Middlesex Water Company
1500 Ronson Road
Iselin, NJ 08830

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Attorney for Intervenor
Middlesex Water Company

IN THE MATTER OF THE PETITION OF :
NEW JERSEY AMERICAN WATER :
COMPANY, INC. FOR APPROVAL TO :
CHANGE THE LEVEL OF ITS PURCHASED :
WATER ADJUSTMENT CLAUSE AND :
PURCHASED WASTEWATER (SEWERAGE) :
TREATMENT ADJUSTMENT CLAUSE :

BPU DOCKET NO.: WR1311_____
OAL DOCKET NO.: PUC _____

**CERTIFICATION IN SUPPORT
OF MOTION TO INTERVENE**

I, A. BRUCE O'CONNOR, do hereby certify as follows:

1. I am Chief Financial Officer for Intervenor, Middlesex Water Company ("Middlesex"), in this matter. I am familiar with the facts and circumstances concerning the matter.

2. I make this Certification in support of Intervenor's Notice of Motion to Intervene.

3. Middlesex is a duly authorized public utility corporation of the State of New Jersey having its principal place of business at 1500 Ronson Road, Iselin, New Jersey 08830.

4. Middlesex will be substantially, specifically, and directly affected by the outcome of this proceeding.

5. Middlesex procures water under contract with the New Jersey American Water Company, Inc. ("NJAWC") through the Elizabethtown System of NJAWC. Middlesex is charged for purchased water under NJAWC Rate Schedule G entitled "Sales for Resale – Service to Other Systems" and Rate Schedule O-1 entitled "Purchased Water Adjustment Clause (PWAC)". Under the contract currently in effect, Middlesex purchases a minimum of three (3) million gallons of water per day from NJAWC at an annual cost of approximately \$3.0 million dollars.

6. As a contract customer affected by this request of NJAWC for a change in rates for water service, Middlesex is entitled to intervene in this proceeding. Accordingly, Middlesex hereby formally

seeks leave to intervene in this matter, with full rights and obligations as a party to participate in pre-hearing conferences, present and cross-examine witnesses at hearing, and file briefs.

7. Middlesex's interest in this proceeding will not be adequately protected by any of the other parties. As a large use contract customer, it is significantly different from the majority of other customers of NJAWC. Therefore, it is critical that Middlesex be permitted to intervene for the purpose of representing its own interests.

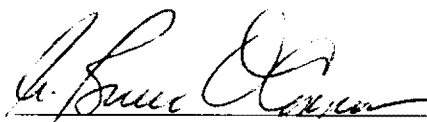
8. Middlesex was granted leave to intervene in NJAWC's last rate proceeding under OAL Docket No. PUC-09799-2011N and BPU Docket No. WR11070460, as well as in its last PWAC proceeding under OAL Docket No. PUC 16171-2012S and BPU Docket No. WR12111019.

9. All correspondence in the case should be sent to the representatives for Middlesex at the following address:

Kenneth J. Quinn, Esq.
Middlesex Water Company
1500 Ronson Road
Iselin, NJ 08830
(732) 638-7506
kquinn@middlesexwater.com

A. Bruce O'Connor
Middlesex Water Company
1500 Ronson Road
Iselin, NJ 08830
(732) 638-7502
aboconnor@middlesexwater.com

10. I hereby certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.


A. Bruce O'Connor

Dated: November 12, 2013

Kenneth J. Quinn, Esq.
1500 Ronson Road
Iselin, New Jersey 08830
Telephone: (732) 638-7506
Fax: (732) 638-7515
Attorney for Intervenor
Middlesex Water Company

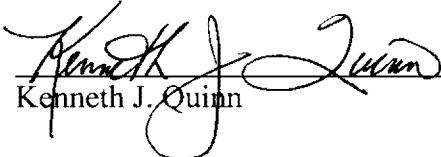
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TREATMENT ADJUSTMENT CLAUSE :
:

BPU DOCKET NO.: WR1311 _____
OAL DOCKET NO.: PUC _____

CERTIFICATE OF SERVICE

Kenneth J. Quinn, an Attorney at Law of New Jersey, hereby certifies the following:

On November 12, 2013, I caused to be served by electronic mail (or regular mail if so indicated), a copy of the within Notice of Motion to Intervene and supporting papers, to each party on the attached Service List.


Kenneth J. Quinn

Dated: November 12, 2013

Kenneth J. Quinn, Esq.
1500 Ronson Road
Iselin, New Jersey 08830
Telephone: (732) 638-7506
Fax: (732) 638-7515
Attorney for Intervenor
Middlesex Water Company

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PURCHASED WASTEWATER (SEWERAGE) : **OAL DOCKET NO.: PUC _____**
TREATMENT ADJUSTMENT CLAUSE :

: **ORDER GRANTING**
: **INTERVENTION**

This matter having been presented to the Office of Administrative Law by Kenneth J. Quinn, Esq., attorney for intervenor, Middlesex Water Company, on notice to the parties and persons set forth on the attached Service List, and the Administrative Law Judge assigned to preside over this proceeding, having read and considered the moving papers and other documents on file in this matter, including the Certification submitted in support of the Motion to Intervene, and other good cause appearing.

IT IS on this ____ day of _____, 2013,

ORDERED that:

1. Middlesex Water Company is hereby granted leave to intervene and fully participate in the above-entitled matter and that it be placed on the Service List for receipt of all case documents, papers, pleadings, discovery materials and exhibits and to receive notification of all hearings, conferences, stipulation discussions and all other proceedings in this matter; and

2. A true, but uncertified, copy of this Order shall be served upon the attached Service List by regular mail within _____ days of the date of this Order.

Honorable _____, A.L.J.